

**UNITED STATES DISTRICT COURT
SOUTHERN DISTRICT OF NEW YORK**

HC2, INC.,

Plaintiff,

v.

ANDREW DELANEY,

Defendant.

Civil Action No.: 20-cv-3178 (LJL)

**DECLARATION OF PATTI AYALA IN
SUPPORT OF HC2'S OPPOSITION TO
PLAINTIFF'S MOTION TO DISMISS
PURSUANT TO FED. R. CIV. P. 12(b)(1)**

I, Patti Ayala, declare as follows:

1. I am the Vice President of Human Resources of Plaintiff HC2, Inc. ("HC2"). I am a legal resident of Illinois.

2. I have personal knowledge of all the facts stated herein based on my personal knowledge and my review of Plaintiff's records.

3. I was hired by HC2 as Vice President of Human Resources, as part of HC2 transitioning its corporate headquarters from New York to Chicago. I assumed my position as Vice President of Human Resources on April 16, 2019. My predecessor resided in New York and conducted HC2's Human Resources business out of the New York office until May 3, 2019.

4. I report directly to CEO Joan Davison, who also works out of the Chicago office. In fact, my office has been next door to Ms. Davison's office on and well before April 22, 2020.

5. As part of my role, I lead all Human Resources functions and operations for HC2's employees. As of April 2020, HC2 employees were located across the nation, including in the following offices: (1) Boston, (2) Charlotte, (3) Chicago, (4) Los Angeles, (5) Morrisville, North Carolina, (6) New York, (7) Philadelphia, (8) San Francisco, (9) Southfield, Michigan, and (10) Washington, D.C. In particular, I develop and execute Human Resources strategies, including

HC2's policies, organization effectiveness, performance management, compliance, employee relations, and compensation and benefits.

6. I also directly oversee and handle issues related to employee management, including resignations and terminations. At times, I may consult with General Counsel Stephanos Zannikos, who sits in the New York office and who may advise on an employee's termination; however, the ultimate termination decision is made by myself and Ms. Davison. This has been my practice and role on and before April 22, 2020.

7. When I started my position in April 2019, I was tasked with handling the logistics of moving our Chicago office space to a larger facility to become our headquarters and accommodate members of the executive team, including the CEO, CFO, Controller, Director of Operations, and myself, all of whom were based out of Chicago. I played a role in designing the office space and overseeing office functions during the transition.

I declare under penalty of perjury that the above is true and correct, and that I executed this declaration this 11 day of January 2021 in Chicago, Illinois.



PATTI AYALA

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